

STATE OF MAINE  
PUBLIC UTILITIES COMMISSION

Docket No. 2000-667

November 8, 2000

PINE TREE TELEPHONE COMPANY  
Request for Approval of Reorganization

ORDER APPROVING  
REORGANIZATION

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WELCH, Chairman; NUGENT and DIAMOND, Commissioners

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On August 4, 2000, Pine Tree Telephone & Telegraph Company (Pine Tree) filed a request for approval of reorganization. Reorganizations must be approved by the Commission as required by 35-A M.R.S.A. § 708(2).<sup>1</sup>

Pine Tree Telephone & Telegraph Company is owned by Country Road Communications, Inc. (CRC). According to Pine Tree, CRC's business plan includes the acquisition of other telephone companies. Pine Tree represents that CRC would have greater financing flexibility and could limit the involvement of various affiliates in financial arrangements, if CRC were to modify its organizational structure to place telephone company subsidiaries under intermediate holding companies.

Accordingly, CRC proposes to create a wholly-owned subsidiary of CRC that will be entitled Pine Tree Holdings, Inc. CRC would then transfer its stock in Pine Tree to Pine Tree Holdings, Inc. Pine Tree Telephone & Telegraph Company would become a wholly-owned subsidiary of Pine Tree Holdings, Inc.

Pine Tree represents that current relationships between it and CRC would remain essentially changed. It also represents that the reorganization will "benefit Pine Tree by providing increased ability to CRC and its affiliates to secure financing while further limiting the effects on Pine Tree of financial arrangements associated with certain investments."

Based on the foregoing representations, we find that the reorganization satisfies the criteria of 35-A M.R.S.A. § 708(2); that the reorganization is consistent with the interests of the utility's ratepayers and investors.

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<sup>1</sup> The reorganization proposed in this case also constitutes a "restructuring" as defined in the Revised Stipulation (December 23, 1999) in Pine Tree Telephone Company, Request for Approval of Reorganization and For Exemption From Approval For Certain Future Reorganizations and Motion For a Protective Order, Docket No. 99-381. That Stipulation exempts Pine Tree from the requirement of section 708(2) for approval of reorganizations (as defined in 35-A MRSA § 707), except for those defined in the Stipulation as "restructurings" of Pine Tree.

Accordingly,

Pursuant to 35-A MRSA §708(2), we APPROVE the reorganization of Pine Tree Telephone & Telegraph Company, consisting of the creation of Pine Tree Holdings, Inc., which will wholly own Pine Tree Telephone & Telegraph Company, Inc., as more fully described above.

Dated at Augusta, Maine, this 8<sup>th</sup> day of November, 2000.

BY ORDER OF THE COMMISSION

Dennis L. Keschl  
Administrative Director

COMMISSIONERS VOTING FOR: Welch  
Nugent  
Diamond

## NOTICE OF RIGHTS TO REVIEW OR APPEAL

5 M.R.S.A. § 9061 requires the Public Utilities Commission to give each party to an adjudicatory proceeding written notice of the party's rights to review or appeal of its decision made at the conclusion of the adjudicatory proceeding. The methods of review or appeal of PUC decisions at the conclusion of an adjudicatory proceeding are as follows:

1. Reconsideration of the Commission's Order may be requested under Section 1004 of the Commission's Rules of Practice and Procedure (65-407 C.M.R.110) within 20 days of the date of the Order by filing a petition with the Commission stating the grounds upon which reconsideration is sought.
2. Appeal of a final decision of the Commission may be taken to the Law Court by filing, within 30 days of the date of the Order, a Notice of Appeal with the Administrative Director of the Commission, pursuant to 35-A M.R.S.A. § 1320(1)-(4) and the Maine Rules of Civil Procedure, Rule 73, et seq.
3. Additional court review of constitutional issues or issues involving the justness or reasonableness of rates may be had by the filing of an appeal with the Law Court, pursuant to 35-A M.R.S.A. § 1320(5).

Note: The attachment of this Notice to a document does not indicate the Commission's view that the particular document may be subject to review or appeal. Similarly, the failure of the Commission to attach a copy of this Notice to a document does not indicate the Commission's view that the document is not subject to review or appeal.